

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION**

**AMERICAN GENERAL LIFE
INSURANCE COMPANY,**

Plaintiff,

v.

**FREIGHT PRO. INC., and
THE ESTATE OF JAMES B.
PINCKARD,**

Defendants.

**CIVIL ACTION NO.
2:06cv151-MHT**

JOINT MOTION FOR DISMISSAL AND DISCHARGE OF FURTHER LIABILITY

COMES NOW Plaintiff American General Life Insurance Company ("American General") and Defendant Estate of James B. Pinckard ("Pinckard Estate") and jointly requests the entry of an order dismissing this matter, awarding the proceeds of American General Policy No. A10103486L to the Pinckard Estate, discharging American General and awarding attorney fees and costs in the amount of \$4502.13. In support of this Motion, Plaintiff and Defendant state as follows:

1. On or about August 28, 1993, American General Life Insurance Company, issued its Policy No. A10103486L to insure the life of James B. Pinckard. The face amount of the Policy No. A10103486L is \$250,000.
2. Policy No. A10103486L named Freight Pro, Inc. as the primary beneficiary. There was no contingent beneficiary named in the policy.
3. On or about July 23, 2005, James B. Pinckard died.

4. The Estate of James B. Pinckard has filed a claim for benefits under Policy No. A10103486L.

5. On February 21, 2006 this action was instituted by American General under Rule 22 of the Federal Rules of Civil Procedure.

6. On May 16, 2006, American General deposited the proceeds of Policy No. A10103486L into the Registry of the Court.

7. Defendant Freight Pro, Inc. has now been dissolved and has disclaimed any interests in the proceeds to Policy No. A10103486L. *See* Exhibit A hereto.

8. As such, American General and the Pinckard Estate jointly request the following relief from the Court:

a. that the proceeds of Policy No. A10103486L, plus applicable interest, be paid to the Estate of James B. Pinckard;

b. that the Court will enter an award of attorneys fees and costs to American General in the amount of \$4502.13;¹ *See* Affidavit of David P. Donahue, attached as Exhibit B hereto.

c. that any claims regarding the benefits payable under Policy Number A10103486L asserted or capable of being asserted by Defendants are hereby dismissed with prejudice and Defendants are hereby permanently enjoined from instituting or pursuing any suit or proceedings in any state or federal court for the recovery of the proceeds of Policy Number A10103486L or relating in any way to American General's actions with respect to the handling of this claim; and

¹In an interpleader action, costs and attorney's fees are generally awarded in the discretion of the court, to the plaintiff who initiates the interpleader as a mere disinterested stake holder. *See Perkins State Bank v. Connolly*, 632 F.2d 1306, 1311 (5th Cir. 1980); *Prudential Insurance Company of America v. Boyd*, 781 F.2d. 1494 (11th Cir. 1986).

d. American General is discharged from all further liability under or relating to the proceeds of Policy Number A10103486L, other than as ordered by this Court.

Respectfully submitted this 31st day of August, 2006.

/s/ David P. Donahue

David P. Donahue (DON025)

Attorney for Plaintiff, American General Life Insurance Company

OF COUNSEL:

MAYNARD, COOPER & GALE, P.C.

1901 6th Avenue North
Suite 2400, AmSouth/Harbert Plaza
Birmingham, AL 35203-2618
(205) 254-1000
(205) 254-1999 fax

/s/ Allen C. Jones

Allen C. Jones

Attorney for Defendant, Estate of James B. Pinckard

OF COUNSEL:

Allen C. Jones
Attorney at Law
202 W. Walnut Street
Troy, Alabama 36081
(334) 566-3605
(334) 566-4336 fax

EXHIBIT A

STATE OF ALABAMA,
MONTGOMERY COUNTY.

ARTICLES OF DISSOLUTION
OF FREIGHTPRO, INC.

Pursuant to the provisions of Section 10-2B-14.02 Code of Alabama, 1975, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation is Freightpro, Inc..

SECOND: A Consent to Dissolution executed by the shareholders of the corporation is also being filed in the Office of the Judge of Probate, Montgomery County, Alabama, on this date.

THIRD: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FOURTH: All remaining property and assets of the corporation have been distributed to the shareholders.

FIFTH: There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order, or decree which may be entered against it.

Dated this 30 day of may, 2006.

Freightpro, Inc.

By: 

James Ronald Pinckard, President

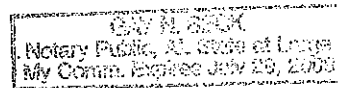
STATE OF ALABAMA,

PIKE COUNTY.

I, Gay Nell Beck, a Notary Public in and for said County in said State hereby certify that James Ronald Pinckard, whose name as President of Freightpro, Inc. is signed to the foregoing instrument and who is known to me, acknowledged before me on this date, that, being informed of the contents thereof, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date and that the statements contained therein are true and correct.

Witness my hand and seal on this 30 day of May, 2006.

Gaynell Beck
NOTARY PUBLIC



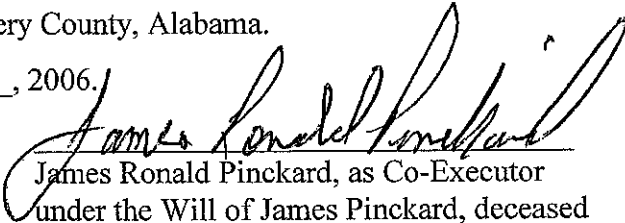
STATE OF ALABAMA,

MONTGOMERY COUNTY.

CONSENT TO DISSOLUTION OF
FREIGHTPRO, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being the shareholders of FREIGHTPRO, Inc., hereby consent and agree that FREIGHTPRO, Inc. be dissolved and that the attached statements together with Articles of Dissolution be executed and filed with the Judge of Probate, Montgomery County, Alabama.

Dated this 30 day of may, 2006.


James Ronald Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Edward Curtis Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Stella Ann Pinckard Strickland, as
Co-Executor under the Will of James
Pinckard, deceased

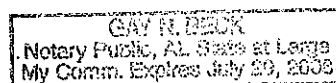
STATE OF ALABAMA,

Pike COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that James Ronald Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this 30 day of may, 2006.


NOTARY PUBLIC



STATE OF ALABAMA,

_____ COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Edward Curtis Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this _____ day of _____, 2006.

NOTARY PUBLIC

STATE OF ALABAMA,

_____ COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Stella Ann Pinckard Strickland, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, she executed the same voluntarily on the day the same bears date.

Witness my hand and seal this _____ day of _____, 2006.

NOTARY PUBLIC

STATE OF ALABAMA,
MONTGOMERY COUNTY.

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THIRD: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FOURTH: All remaining property and assets of the corporation have been distributed to the shareholders.

FIFTH: There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order, or decree which may be entered against it.

Dated this 30 day of may, 2006.

Freightpro, Inc.

By: 

James Ronald Pinckard, President

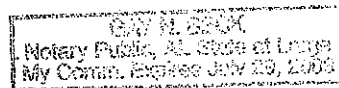
STATE OF ALABAMA,

PIKE COUNTY.

I, Gay Nell Beck, a Notary Public in and for said County in said State hereby certify that James Ronald Pinckard, whose name as President of Freightpro, Inc. is signed to the foregoing instrument and who is known to me, acknowledged before me on this date, that, being informed of the contents thereof, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date and that the statements contained therein are true and correct.

Witness my hand and seal on this 30 day of May, 2006.

Gaynell Beck
NOTARY PUBLIC



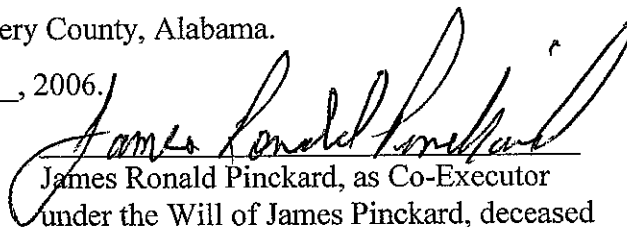
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Dated this 30 day of may, 2006.


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under the Will of James Pinckard, deceased

Edward Curtis Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Stella Ann Pinckard Strickland, as
Co-Executor under the Will of James
Pinckard, deceased

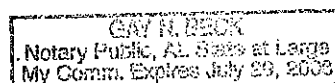
STATE OF ALABAMA,

Pike COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that James Ronald Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this 30 day of may, 2006.


NOTARY PUBLIC



STATE OF ALABAMA,

_____ COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Edward Curtis Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this _____ day of _____, 2006.

NOTARY PUBLIC

STATE OF ALABAMA,

_____ COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Stella Ann Pinckard Strickland, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, she executed the same voluntarily on the day the same bears date.

Witness my hand and seal this _____ day of _____, 2006.

NOTARY PUBLIC

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STATE OF ALABAMA,
MONTGOMERY COUNTY.

**CONSENT TO DISSOLUTION OF
FREIGHTPRO, INC.**

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being the shareholders of FREIGHTPRO, Inc., hereby consent and agree that FREIGHTPRO, Inc. be dissolved and that the attached statements together with Articles of Dissolution be executed and filed with the Judge of Probate, Montgomery County, Alabama.

Dated this 26 day of May, 2006.

James Ronald Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Edward Curtis Pinckard
Edward Curtis Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Stella Ann Pinckard Strickland
Stella Ann Pinckard Strickland, as
Co-Executor under the Will of James
Pinckard, deceased

STATE OF ALABAMA,
_____ COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that James Ronald Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this _____ day of _____, 2006.

NOTARY PUBLIC

STATE OF ALABAMA,

PIKE COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Edward Curtis Pinckard, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he executed the same voluntarily on the day the same bears date.

Witness my hand and seal this 26TH day of MAY, 2006.

Mary M. Johnson
NOTARY PUBLIC MCE 07-11-07

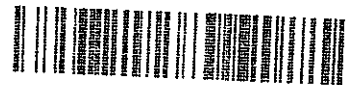
STATE OF ALABAMA,

PIKE COUNTY.

I, the undersigned Notary Public in and for said County and State, hereby certify that Stella Ann Pinckard Strickland, whose name as Co-Executor under the Will of James Pinckard, deceased, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, she executed the same voluntarily on the day the same bears date.

Witness my hand and seal this 26TH day of MAY, 2006.

Mary M. Johnson
NOTARY PUBLIC MCE 07-11-07



STATE OF ALA.MONTGOMERY CO.
I CERTIFY THIS INSTRUMENT WAS FILED ON
CORP 00264 PG 0792-0797 2006 Jun 13 01:37PM
REESE MCKINNEY JR.
JUDGE OF PROBATE

INDEX	
REC FEE	\$5.00
CERT	\$10.00
CHECK TOTAL	\$0.00
24307	\$15.00

Clerk: SHAUNTE 03:59PM

**MINUTES OF SPECIAL MEETING OF SHAREHOLDERS
AND BOARD OF DIRECTORS**

OF

FREIGHTPRO, INC.

James Ronald Pinckard, Edward Curtis Pinckard, and Stella Ann Pinckard Strickland held a meeting on the 30 day of MAY, 2006, for the purpose of discussing the status of Freightpro, Inc..

It was noted that, upon information and belief, James Pinckard was the sole shareholder of the corporation upon his death. The pending litigation filed by American General Life Insurance Company is being handled by Allen C. Jones. Mr. Jones, as attorney, has contacted the corporation's accountant, Danny Newman, seeking any information regarding the corporation. Mr. Jones has reported that all files of Freightpro, Inc., maintained by Wilson, Price, Barranco and Billingsly have been destroyed. Danny Newman informed Mr. Jones that the retention period for records is seven (7) years and that Mr. Newman specifically recalled the following:

1. No activity has been performed by Wilson, Price, et al in over seven (7) years for the corporation.
2. There were no pending claims or creditors at the time James Pinckard stopped the corporation's business activities.
3. The lawsuit filed against Freightpro, Inc. by Xtra Lease, Inc. was settled many years ago.
4. Final tax returns were filed by Mr. Newman on behalf of the corporation.

Based upon this information, Mr. Jones has advised the undersigned to dissolve Freightpro, Inc. and the dissolution documents will be submitted in the American General litigation. It is the opinion of Mr. Jones that the following should then occur:

1. Freightpro, Inc. will lapse as a beneficiary and have no claim to the \$250,000.00 insurance proceeds.
2. The estate of James Pinckard will be entitled to receive the \$250,000.00.
3. The pending litigation can be settled and the proceeds received expeditiously once Freight Pro, Inc. is dissolved.

Upon information and belief (since no corporate records exist or can be located), James Pinckard was the sole shareholder, director, and officer on the date of his death. In order to proceed with dissolution of the corporation, the undersigned shareholders consent to the following action:

1. **BE IT RESOLVED**, that James Ronald Pinckard, Edward Curtis Pinckard, and Stella Ann Pinckard Strickland, as Co-Executors, hereby vote the shares of common stock of Freightpro, Inc. and elect James Ronald Pinckard, Edward Curtis Pinckard, and Stella Ann Pinckard Strickland as the Board of Directors.

2. **BE IT RESOLVED**, that the Board of Directors does hereby elect James Ronald Pinckard as President, Edward Curtis Pinckard as Vice President, and Stella Ann Pinckard Strickland as Secretary.

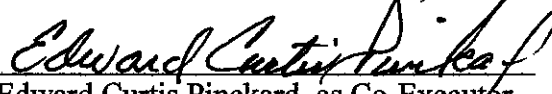
3. **BE IT RESOLVED**, that James Ronald Pinckard, as President, is hereby authorized to proceed with dissolution of Freightpro, Inc. and to sign any and all documents as may be necessary to consummate dissolution thereof.

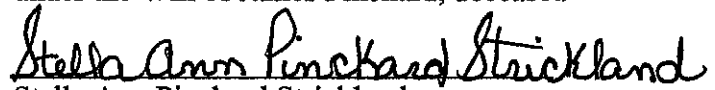
The undersigned hereby waive notice of this meeting and consent to the action taken.

There being no further business, the meeting was adjourned.

Dated this _____ day of _____, 2006.

James Ronald Pinckard, as Co-Executor
under the Will of James Pinckard, deceased


Edward Curtis Pinckard, as Co-Executor
under the Will of James Pinckard, deceased


Stella Ann Pinckard Strickland, as
Co-Executor under the Will of James
Pinckard, deceased

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AND BOARD OF DIRECTORS**

OF

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1. No activity has been performed by Wilson, Price, et al in over seven (7) years for the corporation.
2. There were no pending claims or creditors at the time James Pinckard stopped the corporation's business activities.
3. The lawsuit filed against Freightpro, Inc. by Xtra Lease, Inc. was settled many years ago.
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Based upon this information, Mr. Jones has advised the undersigned to dissolve Freightpro, Inc. and the dissolution documents will be submitted in the American General litigation. It is the opinion of Mr. Jones that the following should then occur:

1. Freightpro, Inc. will lapse as a beneficiary and have no claim to the \$250,000.00 insurance proceeds.
2. The estate of James Pinckard will be entitled to receive the \$250,000.00.
3. The pending litigation can be settled and the proceeds received expeditiously once Freight Pro, Inc. is dissolved.

Upon information and belief (since no corporate records exist or can be located), James Pinckard was the sole shareholder, director, and officer on the date of his death. In order to proceed with dissolution of the corporation, the undersigned shareholders consent to the

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1. **BE IT RESOLVED**, that James Ronald Pinckard, Edward Curtis Pinckard, and Stella Ann Pinckard Strickland, as Co-Executors, hereby vote the shares of common stock of Freightpro, Inc. and elect James Ronald Pinckard, Edward Curtis Pinckard, and Stella Ann Pinckard Strickland as the Board of Directors.

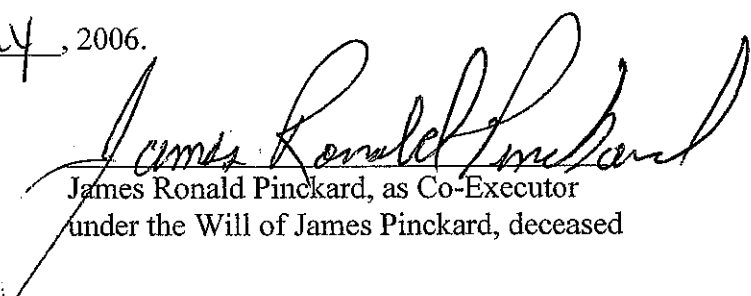
2. **BE IT RESOLVED**, that the Board of Directors does hereby elect James Ronald Pinckard as President, Edward Curtis Pinckard as Vice President, and Stella Ann Pinckard Strickland as Secretary.

3. **BE IT RESOLVED**, that James Ronald Pinckard, as President, is hereby authorized to proceed with dissolution of Freightpro, Inc. and to sign any and all documents as may be necessary to consummate dissolution thereof.

The undersigned hereby waive notice of this meeting and consent to the action taken.

There being no further business, the meeting was adjourned.

Dated this 30 day of may, 2006.


James Ronald Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Edward Curtis Pinckard, as Co-Executor
under the Will of James Pinckard, deceased

Stella Ann Pinckard Strickland, as
Co-Executor under the Will of James
Pinckard, deceased

EXHIBIT B

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF ALABAMA
NORTHERN DIVISION

AMERICAN GENERAL LIFE
INSURANCE COMPANY,

Plaintiff,

v.

FREIGHT PRO. INC., and
THE ESTATE OF JAMES B.
PINCKARD,

Defendants.

CIVIL ACTION NO.
2:06cv151-MHT

AFFIDAVIT IN SUPPORT OF REQUEST FOR ATTORNEY FEES AND COSTS

STATE OF ALABAMA

COUNTY OF JEFFERSON

Before me, a Notary Public in said county and state, personally appeared, David P. Donahue, who is known to me and who after being duly sworn deposes and says as follows:

1. My name is David P. Donahue. I am over the age of nineteen (19) years. I am an attorney practicing with the firm Maynard, Cooper & Gale, P.C. at its offices in Birmingham, Alabama. I have personal knowledge of the matters asserted herein.

2. Maynard, Cooper & Gale was hired by American General Life Insurance Company ("American General"), the stakeholder in this action, to assist them in the above captioned interpleader action.

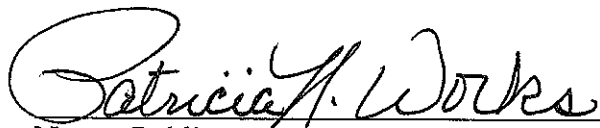
3. In that capacity, Maynard, Cooper & Gale performed legal work on the behalf of American General in the amount of \$4,502.13.

Further the affiant sayeth not.



David P. Donahue

Sworn to and subscribed before me,
a Notary Public in and for said
County and State, this 31st
day of August, 2006



Notary Public

My Commission Expires: My Commission Expires 2/04/08

[NOTARIAL SEAL]